

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re: ) Chapter 11  
 )  
W. R. GRACE & CO., et al. ) Case No. 01-01139 (KJC)  
 ) (Jointly Administered)  
Reorganized Debtors. )  
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**Objection Deadline: May 22, 2014 at 4:00 p.m**

**Hearing Date: May 28, 2014, at 11:00 a.m**

**NO ORDER REQUIRED CERTIFICATION OF NO OBJECTION REGARDING  
APPLICATION OF KIRKLAND & ELLIS LLP FOR COMPENSATION FOR  
SERVICES AND REIMBURSEMENT OF EXPENSES AS BANKRUPTCY COUNSEL  
TO W. R. GRACE & CO., ET AL., FOR THE MONTHLY INTERIM PERIOD  
FROM JANUARY 1, 2014 THROUGH FEBRUARY 3, 2014 (DOCKET NO. 32120)**

The undersigned hereby certifies that, as of the date hereof, he has received no answer, objection or other responsive pleading to the *Application of Kirkland & Ellis LLP ("K&E") for Compensation for Services and Reimbursement of Expenses as Bankruptcy Counsel to W. R. Grace & Co., et al., for the Monthly Interim Period from January 1, 2014 through February 3, 2014* (the "Application"). The undersigned further certifies that he has caused the Court's docket in this case to be reviewed and no answer, objection or other responsive pleading to the Application appears thereon. Pursuant to the Application, objections to the Application were to be filed and served no later than May 22, 2014.

Pursuant to the Administrative Order Under 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members (the "Order") dated May 3, 2001, the Reorganized Debtors are authorized to pay K&E \$1,178,699.20, which represents 80% of the fees (\$1,473,374.00), and \$57,174.18, which represents 100% of the expenses requested in the

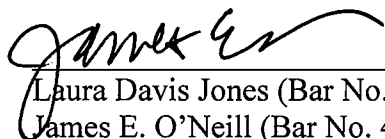
Application for the period January 1, 2014 through February 3, 2014, upon the filing of this Certification and without the need for entry of a Court order approving the Application.

Dated: May 12, 2014

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and

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